

ZEICHNER ELLMAN & KRAUSE LLP
575 Lexington Avenue
New York, New York 10022
(212) 223-0400
Michael S. Davis, Esq. (MD-6317)
Anthony I. Giacobbe, Jr., Esq. (AG-0711)

Hearing Date:
September 27, 2007 at 10:00 a.m.

Objection Deadline:
September 24, 2007 at 4:00 p.m.¹

Attorneys for Lexington Insurance Company
and each of its related companies that provided
insurance coverages to the Debtors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

Chapter 11

DELPHI CORPORATION, et al.,

Case No. 05-44481 (RDD)

Debtors.

(Jointly Administered)

**COUNTERPROPOSAL OF AIG MEMBER COMPANIES TO DEBTORS
PROPOSED MAXIMUM CAP ON CLAIMS**

Pursuant to paragraph 21 of the Motion for Order Pursuant to 11 U.S.C. sections 105(a) and 502(c)(A) Estimating and Setting Maximum Cap on Certain Contingent or Unliquidated Claims and (B) Approving Expedited Claims Estimation Procedures ("Claims Estimation Motion"), Lexington Insurance Company and certain other affiliates of American International Group, Inc. hereby propose as a counterproposal to set a maximum amount with respect to each of Claims Nos. 1373, 1374, 1375, 1376, 1377, 1378, 1379, 1380, 1381, 1382, 1383, 1384, 1385, 1386 and

¹ The Debtors had agreed to adjourn the deadline to respond to the Objection to September 24, 2007 at 4:00 p.m.

1387 in the amount of twenty-five million dollars (\$25,000,000.00) for each such claim. (Each such claim is intended to assert the same obligations as each other such claim, against each of the debtors separately.)

Dated: New York, New York
September 24, 2007

ZEICHNER ELLMAN & KRAUSE LLP

By: /s/Michael S. Davis
Michael S. Davis (MD-6317)
Anthony I. Giacobbe, Jr. (AG-0711)
Attorneys for Lexington Insurance
Company and each of its related
companies that provided insurance
coverages to the Debtors
575 Lexington Avenue
New York, New York 10022
(212) 223-0400
mdavis@zeklaw.com

511234.02/10539-027/JVR